

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Softlayer Technologies, Inc.		10/08/2009	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	SL Investors, LLC
Street Address:	3605 Glenwood Ave. Suite 500
Internal Address:	Attn: Ritchie W. Taylor
City:	Raleigh
State/Country:	NORTH CAROLINA
Postal Code:	27612
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	77604458	SOFTLAYER
Serial Number:	77606193	
Serial Number:	77606315	CDNLAYER
Serial Number:	77607065	STORAGELAYER
Serial Number:	77607088	RESCUELAYER
Serial Number:	77608130	SOFTLAYER
Serial Number:	77608655	KNOWLEDGELAYER
Serial Number:	77833018	BARE METAL CLOUD
Serial Number:	77836012	CLOUDLAYER

CORRESPONDENCE DATA

Fax Number: (919)325-4624
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 919-787-8880

OP \$240.00 77604458

900144956

**TRADEMARK
 REEL: 004075 FRAME: 0871**

Email: taylor@manningfulton.com
Correspondent Name: Ritchie W. Taylor
Address Line 1: PO Box 20389
Address Line 4: Raleigh, NORTH CAROLINA 27619-0389

ATTORNEY DOCKET NUMBER:	23228-G39541
NAME OF SUBMITTER:	Peter Hopper
Signature:	/Peter Hopper/
Date:	10/08/2009

Total Attachments: 5
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SCHEDULE 2.1(d)(i)

ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS

THIS ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS ("Acknowledgment") is entered into as of September 18, 2009, by and between SoftLayer Technologies, Inc., a Texas corporation (the "**Borrower**") and SL Investors LLC, a Delaware limited liability company ("**Lender**"), in its capacity as Lender in the Loan Agreement and Security Agreement executed contemporaneously hereto (as the same may be amended, restated, substituted, supplemented or otherwise modified from time to time, collectively the "**Transaction Documents**").

RECITALS:

- A. Borrower has adopted, has continuously used, is using and is the sole owner of the following trademarks (collectively, the "**Trademarks**"):

<u>Pending Trademark Applications</u>	<u>Application Serial No.</u>	<u>Filing Date</u>
SoftLayer (word mark)	77604458	10/30/08
3 Bars (design mark)	77606193	11/03/08
CDNLayer	77606315	11/03/08
StorageLayer	77607065	11/04/08
RescueLayer	77607088	11/04/08
SoftLayer (design mark)	77608130	11/05/08
KnowledgeLayer	77608655	11/06/08

- B. In accordance with the terms of the Transaction Documents, Borrower has granted to Lender a security interest in the Trademarks.

AGREEMENT:

Now, therefore, in consideration of the mutual promises herein, for such good and valuable consideration described in the Transaction Documents, receipt of which is hereby acknowledged,

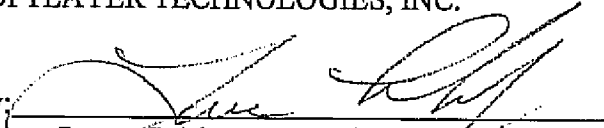
1. Borrower hereby grants to Lender a security interest in the Trademarks.
2. Borrower further agrees to execute and deliver to the United States Patent and Trademark Office, at Borrower's expense, all other assignments, transfers, affidavits, certificates, and other documents and assurances as Lender may request in order to confirm and perfect Lender's Security Interest in the Trademarks.

3. Any defined terms not herein defined shall have the definition assigned to them in the Security Agreement or Loan Agreement.

IN WITNESS WHEREOF, Borrower has executed this Acknowledgment as of the date first above written.

BORROWER:

SOFTLAYER TECHNOLOGIES, INC.

By: 
Lance Crosby, CEO and President

Acknowledged by Lender:

SL INVESTORS, LLC

By: DH CAPITAL, LLC, Managing Member

By: _____

Manager

3. Any defined terms not herein defined shall have the definition assigned to them in the Security Agreement or Loan Agreement.

IN WITNESS WHEREOF, Borrower has executed this Acknowledgment as of the date first above written.

BORROWER:

SOFTLAYER TECHNOLOGIES, INC.

By: _____
Lance Crosby, CEO and President

Acknowledged by Lender:

SL INVESTORS, LLC

By: DEH CAPITAL, LLC, Managing Member

By: *Peter Hopper*
Peter Hopper
Manager

ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS

THIS ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS ("Acknowledgment") is entered into as of September 23, 2009, by and between SoftLayer Technologies, Inc., a Texas corporation (the "Borrower") and SL Investors LLC, a Delaware limited liability company ("Lender"), in its capacity as Lender in the Loan Agreement and Security Agreement executed on September 21, 2009 (as the same may be amended, restated, substituted, supplemented or otherwise modified from time to time, collectively the "Transaction Documents").

RECITALS:

- A. Borrower has adopted, has continuously used, is using and is the sole owner of the following trademarks (collectively, the "Trademarks"):

<u>Pending Trademark Applications</u>	<u>Application Serial No.</u>	<u>Filing Date</u>
Bare Metal Cloud	77833018	09/23/09
CloudLayer	77836012	09/28/09

B. In accordance with the terms of the Transaction Documents, Borrower has granted to Lender a security interest in the Trademarks.

AGREEMENT:

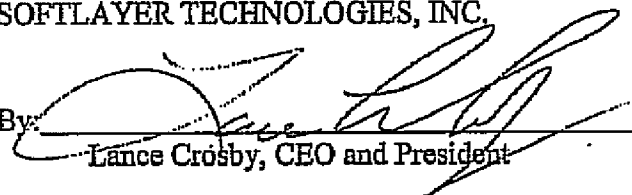
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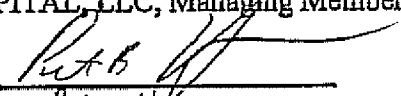
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By: 
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By: DH CAPITAL, LLC, Managing Member

By: 
Peter Hopper
Manager